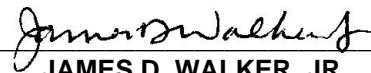




SO ORDERED.

SIGNED this 11 day of March, 2011.



JAMES D. WALKER, JR.
UNITED STATES BANKRUPTCY JUDGE

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF GEORGIA
ALBANY DIVISION**

In re:)	
)	
DAIRY PRODUCTION SYSTEMS -)	Jointly Administered under
GEORGIA, LLC,)	Case No. 10-11752
DAIRY PRODUCTION SYSTEMS, LLC,)	
DAIRY PRODUCTION SYSTEMS -)	Chapter 11
MISSISSIPPI, LLC,)	
NEW FRONTIER DAIRY, LLC, and)	
HEIFER HAVEN, LLC)	
)	
Debtor.)	
)	

**FOURTH INTERIM ORDER AUTHORIZING DEBTORS' USE OF
CASH COLLATERAL AND GRANTING ADEQUATE PROTECTION
PURSUANT TO SECTIONS 361 AND 363 OF
THE BANKRUPTCY CODE AND FED. R. BANKR. P. 4001**

This matter came on for hearing on February 22, 2011 at 11:00 a.m. (Eastern) (the "Hearing") on (1) the motion [Docket No. 18] (the "Motion") filed by Dairy Production Systems – Georgia, LLC ("DPS - Georgia"), Dairy Production Systems, LLC ("DPS"), Dairy Production Systems - Mississippi, LLC ("DPS - Mississippi"), New Frontier Dairy, LLC

(“New Frontier Dairy”), and Heifer Haven, LLC (“HH”, DPS-Georgia, DPS, DPS Mississippi, New Frontier Dairy, and HH are collectively, the “Debtors”) requesting interim and final orders: (a) authorizing the Debtors’ use of cash collateral of Agricultural Funding Solutions, LLC (“AFS”), and (b) granting adequate protection to AFS, as described more fully in the Motion and this Order, (2) *Agricultural Funding Solutions’ Motion for Relief from Stay* [Docket No. 102] (the “AFS Stay Relief Motion”) filed by AFS, and (3) *Aurora Dairy — Georgia, LLC’s Motion for Relief From Stay Pursuant to Section 362 (I)(1), or, in the Alternative, for an Order Compelling DPS-Georgia, LLC to Assume or Reject its Lease with Aurora Dairy - Georgia, LLC and to Fulfill its Post-Petition Lease Obligations* [Docket No. 110] (the “Aurora-Georgia Stay Relief Motion”) filed by Aurora Dairy - Georgia, LLC (“Aurora- Georgia”) (the AFS Stay Relief Motion and the Aurora-Georgia Stay Relief Motion are collectively, the “Stay Relief Motions”); due notice of the Motion having been given and relief being requested in accordance with 11 U.S.C. §§ 361 and 363, Rule 4001 of the Federal Rule of Bankruptcy Procedure (the “Bankruptcy Rules”); and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that no other or further notice of the Motion need be provided; and the Court having determined that the Debtors have a continued ongoing need for use of cash collateral to prevent immediate and irreparable harm to the Debtors’ bankruptcy estates and property, that the Debtors are able to provide AFS with adequate protection of its interest in the Debtors’ cash collateral as set forth in this Order, and that the relief sought in the Motion is in the best interests of the Debtors, the Debtors’ bankruptcy estates, and all creditors and other parties in interest; and having considered the presentations and arguments of the Debtors’ counsel, AFS’s counsel, and counsel for the Official Committee of Unsecured Creditors (the “Committee”) at the Hearing; and AFS’s

objections to the Motion having been resolved or overruled on an interim basis as reflected in this Order and the Budgets (defined below); and having considered the record filed with the Court; and after due deliberation; and good cause existing to grant the relief requested in the Motion and to authorize the use of Cash Collateral on an interim basis,

THE COURT HEREBY FINDS:

A. On October 7, 2010 (the “Petition Date”), the Debtors each filed voluntary petitions for relief under Chapter 11 of title 11 of the United States Code (“Bankruptcy Code”). The Debtors continues to operate their businesses as debtors-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

B. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue resides properly pursuant to 28 U.S.C. §§ 1408 and 1409.

C. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

D. No request has been made for the appointment of a trustee or examiner.

E. On October 19, 2010, the Committee was formed in the above-captioned bankruptcy cases.

F. As of the Petition Date, AFS asserts that the Debtors were indebted to AFS in the amount of at least \$72,371,850.99 (the “Pre-Petition Obligations”) exclusive of accruing interest, fees, and costs, as may be allowed under the Bankruptcy Code.

G. AFS asserts that it has valid, perfected liens and security interests in all or substantially all of the Debtors’ real and personal property and all assets and all proceeds (including insurance) thereof, (the “Pre-Petition Collateral”) including without limitation all cash collateral, as defined in Section 363(a) of the Bankruptcy Code (the “Cash Collateral”).

H. A continuing emergency need exists for the Debtors to have immediate access to and use of the Cash Collateral of AFS.

I. Each of the Debtors has submitted a 13 week budget for the period starting February 28, 2011 and ending the week of May 23, 2011, a copy of which is attached to this Order as Exhibit "A" (each a "Budget" and collectively, the "Budgets"), and have submitted the Budgets in Microsoft Excel format along with their assumptions with respect to each Budget to AFS; provided, however, that the assumptions will be provided directly to AFS and are not attached to Exhibit A.

J. The Debtors have agreed that, absent further order of this Court, the Cash Collateral used pursuant to this Order shall be used in accordance with the terms of each Budget, subject to Permitted Variances.

K. The Debtors represent that the proposed use of the Cash Collateral set forth in each of the Budgets, plus Permitted Variances, is sufficient to fully pay when due the obligations incurred by the Debtors following the Petition Date and for the time periods set forth in each Budget.

L. The Debtors assert that if this Court were to decline to allow the Debtors to use the Cash Collateral on a further interim basis, the Debtors and their bankruptcy estates would suffer immediate and irreparable harm. The Debtors assert that it is therefore in the best interests of the Debtors and their bankruptcy estates to permit the Debtors to use the Cash Collateral on a further interim basis in accordance with the Debtors' respective Budgets and the terms set forth in this Order.

M. The documents evidencing and supporting AFS's secured claims against the Debtors are numerous and voluminous and are comprised of various promissory notes, loan

agreements, security agreements, guarantees, deeds of trust, mortgages, UCC financing statements and other documents which are more fully summarized in Exhibit "1" of AFS's Objection to the Motion [Docket No. 47] and any proofs of claim filed by AFS in these bankruptcy cases, as amended from time to time.

IT IS HEREBY ORDERED THAT:

1. The Motion is granted on an interim basis.
2. The Motion shall be considered on a final basis on, and the Stay Relief Motions are continued to, April 19, 2011 at 9:30 a.m. (Eastern) in Courtroom B, United States Bankruptcy Court, Thomas Jefferson Federal Building, 433 Cherry Street, Macon, Georgia 31202.
3. The Debtors are authorized to continue to use Cash Collateral within the meaning of Section 363 of the Bankruptcy Code, including collections from accounts receivables and other cash and income generated from the operation of the Debtors' businesses to continue their business operations in general accordance with the Budgets attached to this Order as Exhibit "A" from the Petition Date until April 22, 2011 at 5:00 p.m. (Eastern) (the "Cash Collateral Period") unless: (A) subject to the provisions of Paragraph 11 of this Order, the Debtors' total herds in the aggregate decrease to less than ten thousand five hundred (10,500) cows; or (B) the Court, after notice and a hearing, has amended this Order to reduce the duration of the Cash Collateral Period or the Debtors' right to use Cash Collateral is terminated pursuant to the terms of this Order.
4. AFS shall be granted adequate protection of its interest in the Cash Collateral in accordance with the terms of this Order.

5. As adequate protection for the Debtors' use of the Cash Collateral, the Debtors hereby grant, assign, and pledge to AFS a first priority lien (the "Replacement Lien"), to the same extent, validity, and priority as its pre-petition liens, upon all post-petition property of the Debtors, including, but not limited to any and all accounts, cash, cattle, chattel paper, contract rights, depository accounts, documents, equipment, farm products, fixtures, general intangibles (including, but not limited to patents and trademarks), goods, instruments, inventory, milk, investment property, instruments, intangibles, instruments, letter of credit rights, livestock, real property, supporting obligations, vehicles, and all proceeds and products thereof (collectively, the "Adequate Protection Property"), subject only to validly perfected and enforceable senior pre-petition liens, security interests or rights of setoff or recoupment. The security interests and liens granted to AFS shall not be subject or subordinate to any lien or security interest of a third party that is avoided and preserved for the benefit of the Debtors and their bankruptcy estates under Section 551 of the Bankruptcy Code. Notwithstanding anything to the contrary in this Order, the Adequate Protection Property shall not include any rights and/or claims arising under Chapter 5 of the Bankruptcy Code. The Replacement Lien granted to AFS pursuant to this Order shall have the same priority and validity as AFS's pre-petition liens.

6 As additional adequate protection of AFS's interest in the Cash Collateral, but only to the extent of the Debtors' use of such Cash Collateral and that the Adequate Protection Property is insufficient to adequately protect AFS for the Debtors' use of the Cash Collateral, the Debtors hereby grant, assign, and pledge to AFS a first priority lien in all pre-petition property and assets belonging to the Debtors and which property and assets were not subject to valid and enforceable liens or security interests on the Petition Date. In the event that AFS's pre-petition liens or security interests are avoided under Chapter 5 of the Bankruptcy Code or AFS's

pre-petition claim is equitably subordinated under Section 510 of the Bankruptcy Code and/or applicable law by a final order of this Court, the liens granted, assigned, and pledged pursuant to this paragraph of the Order shall be null and void; provided, however, that such nullity/voiding of the liens granted in this paragraph shall be in direct proportion to the pre-petition liens of AFS avoided and/or proportionate to the amount of AFS' pre-petition claim subordinated, if any.

7. As additional adequate protection of AFS's interest in the Cash Collateral, the Debtors shall not, without the express approval of AFS, which approval shall not be unreasonably withheld, or this Court, pay any expenses not specifically identified in the Budgets.

8. This Order shall be sufficient and conclusive evidence of the validity and perfection of AFS's adequate protection liens and security interests in the Adequate Protection Property granted to AFS hereunder and AFS shall not be obligated to file or record any document or take any other actions to create, attach, and perfect AFS's liens and security interests in the Adequate Protection Property.

9. As additional adequate protection of AFS's interests in the Cash Collateral, AFS is hereby granted a super-priority administrative claim pursuant to Section 507(b) of the Bankruptcy Code to the extent that the other forms of adequate protection granted under this Order are insufficient to adequately protect AFS for the Debtors' use of the Cash Collateral. AFS's super-priority administrative claim shall have priority over any and all other indebtedness, liabilities, and obligations of the Debtors, now in existence or hereafter incurred by the Debtors, and over all administrative expenses or priority claims of any kind including, without limitation, those specified in or ordered pursuant to Sections 105, 326, 328, 330, 331, 364(c), 503(b), 506(c), 507(b), 726, 1113 or 1114 of the Bankruptcy Code. Notwithstanding anything in this paragraph to the contrary, consistent with Section 507(a)(1)(C) of the Bankruptcy Code, the super-

priority administrative claim provided to AFS in this paragraph shall at all times be subordinate to and of lower priority than Chapter 7 administrative expense claims arising under paragraphs (1)(A), (2), and (6) of Section 503(b) of the Bankruptcy Code. In the event that AFS's pre-petition liens or security interests are avoided under Chapter 5 of the Bankruptcy Code or AFS's pre-petition claim is equitably subordinated under Section 510 of the Bankruptcy Code and/or applicable law by a final order of this Court, the super-priority administrative claim provided in this paragraph shall be disallowed, null, and void; provided, however, that such disallowance/nullity/voiding of the super-priority administrative claim granted in this paragraph shall be in direct proportion to the pre-petition liens of AFS avoided and/or proportionate to the amount of AFS' pre-petition claim subordinated, if any.

10. During the Cash Collateral Period, the Debtors are authorized to spend Cash Collateral to purchase new cattle in accordance with Exhibit B and the Budgets, but only to the extent that, after paying for the purchase of such new cattle when due, the Debtors will have sufficient funds available for payment when due of all billed and unpaid expenses incurred by the Debtors since the Petition Date. The Debtors shall provide AFS with proof of such purchase(s), which shall include the date of purchase, the purchase price per head, and the name of the seller (collectively, the "Cattle Purchased Reports"). AFS shall be permitted to contact those entities or individuals who sell cows to a Debtor pursuant to this Order to attempt to determine the farm of origin from which the cows were purchased. In the event that the Debtors fail to substantially comply with this provision, AFS may request an expedited hearing on the Stay Relief Motions, and the Court shall schedule such hearing as soon as practical.

11. As additional adequate protection of AFS's interests in the Cash Collateral, the Debtors' cow herds (excluding calves and bulls), in the aggregate, shall not be less than

ten thousand five hundred (10,500) head of cattle (excluding calves and bulls) and the Debtors shall maintain substantially the same number and quality of cows at each of the DPS, DPS - Georgia, DPS - Mississippi, and New Frontier dairies, and the Debtors shall provide AFS with written verification of the same by 5:00 p.m. on Friday of each week (the “Aggregate Herd Count Report”). In the event that the Debtors in the aggregate have less than ten thousand five hundred (10,500) head of cattle (excluding calves and bulls) (any such event shall be referred to as a “Herd Maintenance Default”): (a) the Debtors shall provide AFS with immediate notice of such Herd Maintenance Default via electronic mail to AFS and AFS’s counsel; (b) the Debtors’ right to use Cash Collateral pursuant to this Order shall cease immediately upon the occurrence of any such Herd Maintenance Default unless reinstated by further order of the Court or AFS’s written consent; provided, however, the Debtors shall be authorized to use Cash Collateral for up to nine (9) calendar days from the date of such Herd Maintenance Default solely for the purpose of avoiding harm to the Debtors’ cattle and operations; and (c) AFS may request an expedited hearing on the Stay Relief Motions, and the Court shall schedule such hearing as soon as practicable. For purposes of this paragraph, harm shall not include the payment of any fees to any professionals employed pursuant to 11 U.S.C. §§ 327, 328 or 329. The Debtors shall continue to manage their cow herds in a manner consistent with their past practices, including without limitation their culling practices.

12. As additional adequate protection of AFS’s interests in the Cash Collateral, the Debtors shall pay all real property taxes when such taxes become due and payable, and provide AFS with proof of such payment(s).

13. The Debtors or their designee are authorized and directed to segregate all trust fund taxes from the debtor-in-possession operating accounts and to pay all post-petition federal and state payroll, withholding, sales, use, personal property, real property and other taxes and assessments of any kind when due and owing under applicable law.

14. Subject to compliance with any order of this Court establishing procedures for interim compensation for estate professionals, the Debtors are authorized to pay any professional fees or expenses that are identified in the Budgets or that were accrued under any previous cash collateral budgets but remain unpaid; provided, that, the Debtors shall not make any payments to a professional in excess of the amounts set forth in the Budgets (which must include amounts set forth on any previous cash collateral budgets as amounts to be paid by the Debtors in the current Budgets), plus any Permitted Variances.

15. Notwithstanding anything in this Order or the Budgets to the contrary, the Debtors shall not, without the express approval of this Court, use any Cash Collateral for payment of any pre-petition debts or obligations of the Debtors.

16. Unless AFS agrees in writing or with the express approval of this Court, the amount of Cash Collateral that each Debtor may use during the Cash Collateral Period, in the aggregate, shall not exceed by line item the amount of one hundred fifteen percent (115%) of each such line item for such Debtor set forth in the Budgets (each a “Permitted Variance” and collectively, the “Permitted Variances”).

17. The Debtors are authorized and directed to maintain their property/casualty insurance coverage at reasonably adequate levels on all of the Debtors’ assets (excluding their dairy herds) and on all Adequate Protection Property for the full replacement value (adjusted for depreciation) therefore and to cause AFS to be named as a “lender loss payee” of the insurance

policies. The Debtors shall also maintain their general liability insurance and shall name AFS as an additional insured on all insurance policies.

18. The Debtors are directed to seek fair market bids for all feed supplied to the Debtors after the Petition Date, and upon request, shall share such information with AFS, which information AFS shall keep confidential.

19. AFS's liens upon and security interests in the Pre-Petition Collateral shall continue in the proceeds and profits of the Pre-Petition Collateral as provided in Section 552(b) of the Bankruptcy Code.

20. By 5:00 p.m. (Eastern) on each Friday following the entry of this Order, the Debtors shall provide AFS with the following reports for each Debtor for the prior week, each to be dated as of the end of the prior budgeted week as shown on each Budget: (1) a comparison report that shows the Debtors' actual gross revenue received and their expenditures made on a line item basis as set forth in each Budget for the prior week as compared to the gross revenue projected and the expenditures budgeted for in such Budget for the prior week (the "Comparison Report"); (2) the Dairy to Date Report; (3) a report identifying all intercompany transfers among the Debtors; (4) a report showing all unpaid post-petition expenses; (5) the Aged Payable Reports as currently provided; (6) an accounts payable aging report cumulative to the Petition Date; (7) the Feed Inventory Reports as currently provided; (8) the Check Written Reports showing all actual disbursements that occurred during the prior week and any wire transfers, uncleared and/or in transit payments made; (9) the Cattle Purchased Report provided for in paragraph 10 of this Order; (10) the Aggregate Herd Count Report; and (11) copies of any documents that the Debtors received in the prior week, if any, from milk co-ops regarding the Debtors' milk sales. All reports required

pursuant to this paragraph shall be organized such that they correspond to the weekly timeframes provided in the Budgets and shall be provided to AFS in the original format in which they were prepared by the Debtors, including electronic format to the extent the Debtors have such report in electronic format. The Debtors shall provide AFS with access to their books and records during normal business hours and within forty eight (48) hours of being requested to do so by AFS and AFS representatives; provided, however, that AFS shall not be entitled to do so more than once per month during the Cash Collateral Period. Notwithstanding the aforesaid, whenever the Friday date for providing the Comparison Report falls in the same week that the Debtors are required to file their Monthly Operating Reports then the Comparison Report shall be due by Wednesday of the following week.

21. The Debtors are authorized and directed to provide to AFS the information, reports, schedules, insurance policies and endorsements, and other documents as well as the access, inspection, and other rights, which the Debtors are required to provide to AFS under the loan documents executed by the Debtors. The Debtors shall also comply with the following reporting requirements:

A. On the fifth (5th) day of every month, the Debtors shall provide AFS with the following information for each dairy for the proceeding month: (i) the number of bull and heifer calves born, (ii) the number of calves sold by sex and price of each calve sold, (iii) the number of calves by sex at each dairy farm, (iv) the number of heifer calves transferred to Heifer Haven (“HH”), (v) at HH, the number of heifers at each contract heifer grower by weight categories as follows; less than 400 lbs; 401-600 lbs; 601-800 lbs; 801-1,000 lbs; and greater than 1,000 lbs and the number of deaths/sold for each category, (vi) the number of heifers bred and confirmed

pregnant at each contract grower farm, and (vii) the number of heifers (“springers”) transferred from HH to each of the Debtors’ dairy farms. Notwithstanding the foregoing, in the event that the fifth (5th) day of a month falls on a weekend or a holiday, the Debtors shall produce the information required under this paragraph on the next business day.

B. At such time as AFS may reasonably request, and upon not less than forty eight (48) hours notice and during normal business hours at AFS’s sole cost and expense, the Debtors shall permit agents and persons designated by AFS (identified to the Debtors) to enter onto the Debtors’ business premises and inventory all feed, cows and calves, which visits to the premises shall not occur more than once per month for each dairy location during the Cash Collateral Period.

C. The Debtors shall provide a copy of all Dairy Farmers of America, Premier Milk, and Lone Star milk checks, if any, and supporting summaries within five (5) business days receipt of same.

D. Each of the Debtors must maintain separate accounts, books and records and shall file separate monthly operating reports.

22. If the Debtors fail to provide the information set forth above, then AFS shall deliver, via hand delivery, via certified mail, postage pre-paid or by a recognized overnight courier service, in care of the Debtors’ legal counsel, Arnall Golden Gregory LLP at 171 17th Street, NW, Suite 2100, Atlanta, Georgia 30363-1031: to the attention of both Jack K. Holland and Sean C. Kulka, a default notice, identifying in detail any alleged reporting deficiency; provided, however, that any failure or forbearance of AFS in sending notice of default shall not constitute a waiver for any purpose of said default or of any future default. Thereafter, subject to paragraph 25 of this Order, the Debtors shall have three (3) business

days from the date of receipt of the default notice to cure such alleged reporting default, if such default exists. If a reporting default exists and the Debtors fail to timely cure such reporting default, the Debtors' authority to use Cash Collateral pursuant to this Order shall cease immediately; provided, however, the Debtors shall be authorized to use Cash Collateral for up to nine (9) calendar days from the date of such default solely for the purpose of avoiding harm to the Debtors' cattle and operations. For purposes of this paragraph, harm shall not include the payment of any fees to any professionals employed pursuant to 11 U.S.C. §§ 327, 328 or 329.

23. Except as expressly provided for in this Order and any actions taken pursuant hereto, nothing herein shall create, nor is intended to create, any rights in favor of, or enhance the status of, any claim held by any person nor shall this Order constitute a waiver or release of any parties rights or claims and all rights and claims of the parties are hereby reserved. AFS expressly retains its rights to seek additional adequate protection or to seek relief from the automatic stay with respect to any or all assets in which it claims an interest. The Debtors on their own behalf shall not assert and hereby waive, effective immediately, any claim under Section 506(c) of the Bankruptcy Code. In addition, AFS shall not be subject to the equitable doctrine of marshaling or any similar doctrine with respect to the Pre-Petition Collateral, Adequate Protection Property or otherwise.

24. Pursuant to this Court's *Third Interim Order Authorizing Debtors' Use of Cash Collateral and Granting Adequate Protection Pursuant to Sections 361 and 363 of the Bankruptcy Code and Fed. R. Bankr. P. 4001* [Docket No. 147] (the "Third Interim Cash Collateral Order"), the Debtors maintained the right to object to AFS's claims or to object to or challenge the extent, validity or priority of AFS's security interests or liens, provided, however,

that any such objections or proceedings to challenge AFS's claims, liens, or security interests had to be made in writing and filed with this Court by no later than January 31, 2011 at 11:59 p.m. (Eastern) (the "Objection Deadline"). Pursuant to the Third Interim Cash Collateral Order, in the event that the Debtors failed to object to AFS's claims or object to or challenge the extent, validity or priority of AFS's security interests or liens prior to the Objection Deadline, the Committee had ancillary standing to object to or challenge AFS's claims, security interests or liens. As a result of the Debtors timely filing their Complaint on January 31, 2011, Adversary Proceeding No. 11-01008, the Committee does not have standing to assert any objection or commence any proceeding to challenge AFS's claims, liens or security interests. Pursuant to the Third Interim Cash Collateral Order, if no such objection or proceeding had been filed by the Objection Deadline, the liens and security interests of AFS in the Pre-Petition Collateral would have been deemed legal, valid, binding, enforceable, perfected, and unavoidable and the Pre-Petition Obligations would have been deemed conclusive and binding upon all parties in interest and would have been deemed an allowed claim in these bankruptcy cases and in any superseding Chapter 7 cases, as a legal, valid, binding, enforceable secured claim in the amounts set forth in the proofs of claim filed by AFS in these bankruptcy cases as of the date that the Third Interim Cash Collateral Order was entered.

25. Notwithstanding anything herein to the contrary, the Debtors' right to use Cash Collateral on an interim basis pursuant to the terms of this Order shall terminate on the earlier of: (i) this Court's appointment of a Chapter 11 trustee or examiner; (ii) conversion of the Debtors' Chapter 11 cases to Chapter 7 cases; (iii) the Debtors' failure to comply with the requirements set forth herein, including but not limited to the Debtors making expenditures in excess of the limitations established by this Order; (iv) the Debtors' failure to cure, within three

(3) business days, any default notice issued by AFS in accordance with the provisions of this Order; or (v) a material adverse change in the Debtors' financial condition or business operations. The Court shall determine after notice and a hearing whether a default, if any, has occurred, under section (iii), (iv), or (v) of this paragraph. The fluctuations of milk or feed prices (and their effect on the financials of a dairy) or the natural culling of the dairy cows or the death of dairy cows shall not constitute a material adverse change for the purposes of this Order.

26. The provisions of this Order shall inure to the benefit of the Debtors, the Debtors' bankruptcy estates, the Debtors' creditors, and AFS, and shall be binding upon the Debtors, the Debtors' bankruptcy estates, the Debtors' creditors and any successors or assigns of the foregoing, including, without limitation, any Chapter 11 or Chapter 7 trustee.

27. The provisions of the Order shall survive entry of any order which may be entered converting one or more of the Debtors' bankruptcy cases to a Chapter 7 case or any order which may be entered confirming or consummating any plan of reorganization of the Debtors. Except as provided herein, this Order shall not impair the right, if any, of any party to challenge the extent, validity or priority of AFS's pre-petition liens.

28. The use of Cash Collateral to pay the professional fees of the Debtors and the Committee has been approved by the Court over the objection of AFS, and AFS reserves and retains all rights and remedies with respect to such ruling.

29. The automatic stay under Bankruptcy Code Section 362(a) is hereby modified as necessary to effectuate all of the terms and provisions of this Order.

30. The requirements set forth in Rule 6003(b) of the Bankruptcy Rules are satisfied by the record at the Hearing on the Motion.

31. Notwithstanding the possible applicability of Rule 6004(h) of the Bankruptcy Rules, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

32. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation and implementation of this Order.

*** END OF ORDER ***

PREPARED AND PRESENTED BY:

ARNALL GOLDEN GREGORY LLP

/s/ Sean C. Kulka

Neil C. Gordon (Bar No. 302387)

Sean C. Kulka (Bar No. 648919)

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171 17th Street, N.W., Suite 2100

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Telephone: (404) 873-8500

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*Attorneys for Debtor
and Debtors in Possession*

and

FORM OF ORDER APPROVED BY:

GREENBERG TRAURIG, LLP

/s/ David B. Kurzweil

David B. Kurzweil, Georgia Bar No. 430492

John J. Dyer, Georgia Bar No. 236844

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(678) 553-2100

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Attorneys for Agricultural Funding Solutions, LLC

EXHIBIT A
BUDGETS

Dated 03-10-11

	Week 1 Projected Feb 28th	Week 2 Projected Mar 7th	Week 3 Projected Mar 14th	Week 4 Projected Mar 21st	Week 5 Projected Mar 28th	Week 6 Projected Apr 4th	Week 7 Projected Apr 11th	Week 8 Projected Apr 18th	Week 9 Projected Apr 25th	Week 10 Projected May 2nd	Week 11 Projected May 9th	Week 12 Projected May 16th	Week 13 Projected May 23rd
GROSS REVENUES FROM MILK SALES													
Cattle Sales:													
Proceeds of Cull Sales	18,600	18,581	18,563	18,542	18,523	18,661	18,707	18,620	18,732	18,843	18,822	18,802	18,847
Proceeds of Young Stock Sales	9,480	47,635	8,992	47,963	8,990	47,963	8,998	48,010	48,028	48,195	48,195	9,024	48,195
Net Cattle Sales	28,080	66,516	27,495	66,444	27,424	66,623	27,706	27,516	66,741	27,875	66,850	27,826	67,012
Other Income & Rental Payment Housing Employee	1,706	1,706	1,706	1,706	1,706	1,706	1,706	1,706	1,706	1,706	1,706	1,706	1,706
TOTAL GROSS REVENUE	935,479	979,626	989,429	1,036,705	1,064,750	1,108,669	1,073,162	1,077,466	1,117,873	1,103,987	1,143,740	1,098,985	1,140,043
Milk Marketing and Co-op Expenses:													
Feed Costs:													
Milking Feed	388,967	371,195	373,464	376,218	378,250	380,042	381,456	382,660	384,500	385,328	387,197	387,807	388,409
Dry Cows	20,833	20,036	19,237	18,380	17,677	17,974	17,608	16,924	17,146	17,611	15,974	16,638	16,756
Total Feed Costs	389,700	391,221	392,700	394,598	395,928	398,016	399,263	399,505	401,646	402,940	403,172	404,446	405,205
OPERATING EXPENSES													
Payroll & Related Payroll Expenses													
Employee Payroll	244,950	0	244,950	0	244,950	0	244,950	0	244,950	0	244,950	0	244,950
Federal Payroll Tax	17,995	0	17,995	0	17,995	0	17,995	0	17,995	0	17,995	0	17,995
Federal Unemployment Tax	1,834	0	1,834	0	1,834	0	1,834	0	1,834	0	1,834	0	1,834
State Unemployment Tax	3,425	0	3,425	0	3,425	0	3,425	0	3,425	0	3,425	0	3,425
Retirement 401K Plan	7,345	0	7,345	0	7,345	0	7,345	0	7,345	0	7,345	0	7,345
Health/Life Insurance	0	0	9,480	0	0	0	0	9,480	0	0	0	9,480	0
Other Benefits	2,520	2,520	2,520	2,520	2,520	2,520	2,520	2,520	2,520	2,520	2,520	2,520	2,520
Workmen's Comp Insurance	0	0	33,680	0	0	0	0	33,680	0	0	0	33,680	0
Total Payroll & Related Payroll Expenses	276,069	2,520	321,229	2,520	276,069	2,520	2,520	321,229	2,520	276,069	2,520	321,229	2,520
Facility/Equipment Repair & Maintenance													
Maintenance Roping Equipment & Vehicle	7,570	7,570	7,570	7,570	7,570	7,570	7,570	7,570	7,570	7,570	7,570	7,570	7,570
Maintenance Buildings	1,995	1,995	1,995	1,995	1,995	1,995	1,995	1,995	1,995	1,995	1,995	1,995	1,995
Milking Equipment Repair	4,440	4,440	4,440	4,440	4,440	4,440	4,440	4,440	4,440	4,440	4,440	4,440	4,440
Shop Supplies & Small Tools	900	900	900	900	900	900	900	900	900	900	900	900	900
Other Supplies & Misc. Expense	1,163	1,163	1,163	1,163	1,163	1,163	1,163	1,163	1,163	1,163	1,163	1,163	1,163
Weed Control	18	18	18	18	18	18	18	18	18	18	18	18	18
Total Facility/Equipment Repair	16,086	16,086	16,086	16,086	16,086	16,086	16,086	16,086	16,086	16,086	16,086	16,086	16,086
Corral Maintenance, Sand/Manure Hauling													
Corral & Fencing Daily	6,665	6,665	6,665	6,665	6,665	6,665	6,665	6,665	6,665	6,665	6,665	6,665	6,665
Maintenance & Repair Other Daily	2,398	2,398	2,398	2,398	2,398	2,398	2,398	2,398	2,398	2,398	2,398	2,398	2,398
Bedding Sand & Other	10,640	10,640	10,640	10,640	10,640	10,640	10,640	10,640	10,640	10,640	10,640	10,640	10,640
Total Corral Maintenance	19,703	19,703	19,703	19,703	19,703	19,703	19,703	19,703	19,703	19,703	19,703	19,703	19,703
Daily Barn Facility & Equipment Supplies													
Milk Barn Supplies	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081
Total Daily Barn Facility & Equipment Supplies	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081	22,081
Cattle & Vet Supplies and Services													
Hoe/ Trimming & Breeding	9,285	9,285	9,285	9,285	9,285	9,285	9,285	9,285	9,285	9,285	9,285	9,285	9,285
Vet Services	4,350	4,350	4,350	4,350	4,350	4,350	4,350	4,350	4,350	4,350	4,350	4,350	4,350
Cattle Supplies	27,350	27,350	27,350	27,350	27,350	27,350	27,350	27,350	27,350	27,350	27,350	27,350	27,350
Total Cattle & Vet Supplies and Services	40,985	40,985	40,985	40,985	40,985	40,985	40,985	40,985	40,985	40,985	40,985	40,985	40,985
Utilities & Fuel													
Electricity Daily	27,000	0	96,000	0	27,000	0	27,000	0	27,000	0	27,000	0	27,000
Gas/Propane Daily	3,070	3,070	3,070	3,070	3,070	3,070	3,070	3,070	3,070	3,070	3,070	3,070	3,070
Water/Sanitation Daily	8,495	1,130	15,695	795	8,495	8,830	795	15,695	795	8,830	795	15,695	795
Gasoline Daily	2,430	2,430	2,430	2,430	2,430	2,430	2,430	2,430	2,430	2,430	2,430	2,430	2,430
Diesel Daily	12,070	12,070	12,070	12,070	12,070	12,070	12,070	12,070	12,070	12,070	12,070	12,070	12,070
Utility Escrow	0	0	0	0	0	0	0	0	0	0	0	0	0
Total Utilities & Fuel	53,065	18,700	128,265	18,365	43,365	28,400	63,365	94,265	43,365	28,400	63,365	94,265	43,365
On-site Office, Travel & Professional Services													
Professional & Consulting Services	7,455	7,455	7,455	7,455	7,455	7,455	7,455	7,455	7,455	7,455	7,455	7,455	7,455
Licenses & Fees	235	235	235	235	235	235	235	235	235	235	235	235	235
Postage	288	288	288	288	288	288	288	288	288	288	288	288	288
Travel & Entertainment	2,405	2,405	2,405	2,405	2,405	2,405	2,405	2,405	2,405	2,405	2,405	2,405	2,405
Office Supplies	1,048	1,048	1,048	1,048	1,048	1,048	1,048	1,048	1,048	1,048	1,048	1,048	1,048
Telephone	790	790	790	790	790	790	790	790	790	790	790	790	790
Computers & Printing Expenses	400	400	400	400	400	400	400	400	400	400	400	400	400
David R. Sunal Consulting Fees	9,600	0	9,600	0	9,600	0	9,600	0	9,600	0	9,600	0	9,600
Overhead Expense Allocation	0	0	0	0	0	0	0	0	0	0	0	0	0

Total On-site Office, Travel & Professional Services	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	12,621	22,221	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Dairy Production Systems

Weekly Cash Flow Projection

For the Weeks of February 28, 2017 to May 29, 2017

Dated 03-10-17

	Week 1 Projected Feb 28th	Week 2 Projected Mar 7th	Week 3 Projected Mar 14th	Week 4 Projected Mar 21st	Week 5 Projected Mar 28th	Week 6 Projected Apr 4th	Week 7 Projected Apr 11th	Week 8 Projected Apr 18th	Week 9 Projected Apr 25th	Week 10 Projected May 2nd	Week 11 Projected May 9th	Week 12 Projected May 16th	Week 13 Projected May 23rd
GROSS REVENUES FROM MILK SALES	300,139	306,433	320,229	326,422	346,281	346,595	348,703	349,978	346,823	358,799	357,012	365,724	357,596
Cattle Sales:													
Proceeds of Cull Sales	5,452	5,428	5,403	5,445	5,421	5,362	5,438	5,414	5,455	5,593	5,538	5,514	5,490
Proceeds of Young Stock Sales	1,880	40,078	1,070	40,078	1,074	40,078	1,077	40,081	1,082	40,087	1,082	40,087	40,188
Net Cattle Sales	6,332	45,506	6,474	45,524	6,495	45,444	6,515	6,495	45,538	6,607	6,620	6,601	40,676
Other Income & Rental Payment Location Employees	470	470	470	470	470	470	470	470	470	470	470	470	470
TOTAL GROSS REVENUE	310,141	351,406	330,173	372,416	355,225	394,510	355,618	356,925	395,528	365,904	401,117	368,201	401,744
Milk Marketing and Coord. Expenses	13,843	13,745	14,540	14,888	14,808	14,825	14,835	14,887	14,888	14,921	14,850	14,800	14,881
Feed Costs:													
Feeding Herd	107,964	108,730	110,006	110,818	111,506	111,016	112,830	113,042	113,652	114,084	114,282	114,872	115,474
Dry Cows	5,331	5,323	5,328	5,325	5,332	5,332	5,332	5,382	5,382	5,382	5,382	5,382	5,382
Total Feed Costs	113,295	114,053	115,334	116,143	116,838	116,348	118,162	118,424	119,034	119,466	119,664	120,254	120,856
OPERATING EXPENSES													
Payroll & Related Payroll Expenses	95,500	0	95,500	0	95,500	0	95,500	0	95,500	0	95,500	0	95,500
Employee Payroll	7,145	0	7,145	0	7,145	0	7,145	0	7,145	0	7,145	0	7,145
Federal Payroll Tax	694	0	694	0	694	0	694	0	694	0	694	0	694
State Unemployment Tax	635	0	635	0	635	0	635	0	635	0	635	0	635
Retirement 401K Plan	5,165	0	5,165	0	5,165	0	5,165	0	5,165	0	5,165	0	5,165
Other Insurance	0	0	0	0	0	0	0	0	0	0	0	0	0
Other Payroll	881	881	881	881	881	881	881	881	881	881	881	881	881
Workmen's Comp Insurance	0	0	0	0	0	0	0	0	0	0	0	0	0
Total Payroll & Related Payroll Expenses	110,220	881	122,200	881	110,220	881	122,200	881	110,220	881	122,200	881	110,220
Facility/Equipment Repair & Maintenance	3,520	3,520	3,520	3,520	3,520	3,520	3,520	3,520	3,520	3,520	3,520	3,520	3,520
Maintenance Building	275	275	275	275	275	275	275	275	275	275	275	275	275
Equipment Repair	1,550	1,550	1,550	1,550	1,550	1,550	1,550	1,550	1,550	1,550	1,550	1,550	1,550
Other Supplies & Parts	320	320	320	320	320	320	320	320	320	320	320	320	320
Total Facility/Equipment Repair	6,800	6,800	6,800	6,800	6,800	6,800	6,800	6,800	6,800	6,800	6,800	6,800	6,800
Corral Maintenance, Sand/Menure Hauling	6,285	5,285	6,285	5,285	6,285	5,285	6,285	5,285	6,285	5,285	6,285	5,285	6,285
Corral & Fencing Dairy	770	770	770	770	770	770	770	770	770	770	770	770	770
Maintenance & Repair Other Dairy	881	881	881	881	881	881	881	881	881	881	881	881	881
Seedling Stock & Other	7,045	7,045	7,045	7,045	7,045	7,045	7,045	7,045	7,045	7,045	7,045	7,045	7,045
Total Corral Maintenance	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770
Dairy Barn Facility & Equipment Supplies	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425
Total Dairy Barn Facility & Equipment Supplies	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425	8,425
Cattle & Vet Supplies and Services	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840
Vet Services	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840	2,840
Total Cattle & Vet Supplies and Services	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770	14,770
Utilities & Fuel	27,000	0	27,000	0	27,000	0	27,000	0	27,000	0	27,000	0	27,000
Electricity Dairy	320	320	320	320	320	320	320	320	320	320	320	320	320
Gas/Propane Dairy	235	235	235	235	235	235	235	235	235	235	235	235	235
Water/Sewerage Dairy	1,350	1,350	1,350	1,350	1,350	1,350	1,350	1,350	1,350	1,350	1,350	1,350	1,350
Gasoline Dairy	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420
Diesel Dairy	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420
Total Utilities & Fuel	33,575	33,575	33,575	33,575	33,575	33,575	33,575	33,575	33,575	33,575	33,575	33,575	33,575
On-site Office, Travel & Professional Services	3,595	3,595	3,595	3,595	3,595	3,595	3,595	3,595	3,595	3,595	3,595	3,595	3,595
Professional & Consulting Services	130	130	130	130	130	130	130	130	130	130	130	130	130
Licenses & Fees	145	145	145	145	145	145	145	145	145	145	145	145	145
Travel & Entertainment	620	620	620	620	620	620	620	620	620	620	620	620	620
Office Supplies	755	755	755	755	755	755	755	755	755	755	755	755	755
Telephone	325	325	325	325	325	325	325	325	325	325	325	325	325
Computers & Printing Expenses	25	25	25	25	25	25	25	25	25	25	25	25	25
US Trustee & Payroll Fees	0	0	0	0	0	0	0	0	0	0	0	0	0
David P. Saural Consulting Fees	3,400	3,400	3,400	3,400	3,400	3,400	3,400	3,400	3,400	3,400	3,400	3,400	3,400
Total On-site Office, Travel & Professional Services	8,895	8,895	8,895	8,895	8,895	8,895	8,895	8,895	8,895	8,895	8,895	8,895	8,895
Equipment Leases & Rental	400	400	400	400	400	400	400	400	400	400	400	400	400
Equipment Rental	2,810	2,810	2,810	2,810	2,810	2,810	2,810	2,810	2,810	2,810	2,810	2,810	2,810
Lease Liabilities	3,210	3,210	3,210	3,210	3,210	3,210	3,210	3,210	3,210	3,210	3,210	3,210	3,210
Property Taxes & Insurance	0	0	16,479	0	0	0	0	16,479	0	0	0	16,479	0
Insurance Liability	0	0	16,479	0	0	0	0	16,479	0	0	0	16,479	0
Property Taxes	0	0	0	0	0	0	0	0	0	0	0	0	0
General and Administrative Expenses	0	(50,000)	0	0	0	(50,000)	0	0	0	0	0	0	0
Management Fee Income	25,150	0	25,150	0	0	25,150	0	25,150	0	0	25,150	0	25,150
Federal Payroll Tax	2,430	0	2,430	0	0	2,430	0	2,430	0	0	2,430	0	2,430
Federal Unemployment Tax	110	0	110	0	0	110	0	110	0	0	110	0	110
State Unemployment Tax	160	0	160	0	0	160	0	160	0	0	160	0	160
Retirement 401K Plan	1,950	0	1,950	0	0	1,950	0	1,950	0	0	1,950	0	1,950
Health/Life Insurance	2,600	0	2,600	0	0	2,600	0	2,600	0	0	2,600	0	2,600

[illegible]

Weekly Cash Flow & Assumptions
For the Weeks of February 28, 2011 to May 29, 2011

Weekly Cash Flow & Assumptions
For the Weeks of February 28, 2011 to May 29, 2011

[illegible]

Total Equipment Leases & Rental	500	500	48,863	500	500	500	500	500	500	48,863	500	48,863	500
Property Taxes & Insurance	0	6,580	0	0	0	6,580	0	0	6,580	0	0	0	0
Insurance Liability	0	0	0	0	0	0	0	0	0	0	0	0	0
Property Taxes	0	0	0	0	0	0	0	0	0	0	0	0	0
Total Property Taxes & Insurance	0	6,580	0	0	0	6,580	0	0	6,580	0	0	0	0
Interest Expense	0	1,102	0	0	1,102	0	0	1,102	0	1,102	0	0	0
Adequate Protection Payment to Equipment Lenders	0	1,102	0	0	1,102	0	0	1,102	0	1,102	0	0	0
Total Interest Expense	0	1,102	0	0	1,102	0	0	1,102	0	1,102	0	0	0
TOTAL OPERATING EXPENSES	254,713	212,728	355,038	286,634	337,649	270,538	218,403	382,156	203,358	288,881	181,342	373,082	181,316
NET OPERATING INCOME (LOSS)	89,606	132,212	5,863	96,386	47,452	117,166	170,650	6,079	185,486	105,013	204,318	17,211	188,833
Contract Assumption Payments and Section 50(b)(9) Payments	0	0	0	0	0	0	0	0	0	0	0	9,838	0
Capital Expenditures & Investments	0	0	0	0	0	0	0	0	0	0	0	0	0
Roof Repair Plan 7 & 8	0	0	0	0	0	0	0	0	0	0	0	0	0
Sludge Payment	32,400	41,619	32,400	148,788	32,400	4,219	20,000	20,000	20,000	4,219	20,000	160,722	0
Replacement Purchases (Heifer Haven)	(100)	101,400	(100)	39,660	(100)	(8,150)	62,400	116,389	0	(84,706)	101,400	0	40,250
Replacement Purchases (3rd Party)	0	54,600	0	0	54,600	64,600	64,600	0	64,600	64,600	0	64,600	0
Total Capital Expenditures & Investments	32,300	207,619	98,900	188,738	98,900	62,669	147,000	103,989	124,590	24,119	121,400	225,222	40,250
Net Cash Flow	57,306	(75,406)	(80,337)	(82,353)	(49,446)	54,487	23,650	(87,950)	60,836	80,894	82,916	(217,847)	158,583
Cash @ Beginning of Week	471,865	529,171	453,764	382,827	270,475	221,026	275,524	298,173	201,224	282,159	343,053	425,989	208,122
Ending Cash Balance	529,171	453,764	382,827	270,475	221,026	275,524	298,173	201,224	282,159	343,053	425,989	208,122	368,705
Cattle From Heifer Haven	0	0	0	0	0	53	38	0	0	0	0	0	0
3rd Party Cattle Purchases	0	38	38	0	38	38	38	0	38	38	0	38	0
Projected Purchase Pricedhead	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700
Projected Total Cost	\$ -	\$ 64,800	\$ 64,800	\$ -	\$ 64,800	\$ 64,800	\$ 64,800	\$ -	\$ 64,800	\$ 64,800	\$ -	\$ 64,800	\$ -

DPS - Mississippi Farm
Weekly Cash Flow & Assumptions
 For the Weeks of February 28, 2017 to May 29, 2017

Dated 03-10-11

	Week 1 Feb 28th	Week 2 Mar 7th	Week 3 Mar 14th	Week 4 Mar 21st	Week 5 Mar 28th	Week 6 Apr 4th	Week 7 Apr 11th	Week 8 Apr 18th	Week 9 Apr 25th	Week 10 May 2nd	Week 11 May 9th	Week 12 May 16th	Week 13 May 23rd
GROSS REVENUES from MILK SALES													
Cattle Sales:													
Proceeds of Calf Sales	2,804	2,792	2,780	2,768	2,755	2,743	2,731	2,719	2,773	2,761	2,748	2,736	2,780
Proceeds of Young Stock Sales	1,888	1,872	1,872	1,864	1,854	1,845	1,831	1,831	1,887	1,881	1,861	1,879	1,879
Net Cattle Sales	4,692	4,672	4,652	4,631	4,611	4,587	4,571	4,550	4,660	4,642	4,609	4,615	4,659
Other Income & Rental Payment Housing Employees	370	370	370	370	370	370	370	370	370	370	370	370	370
TOTAL GROSS REVENUE	112,558	113,987	120,390	121,906	120,980	121,574	122,448	123,333	128,458	124,081	124,675	124,832	124,722
Milk Marketing and Co-op Expenses	4,873	5,041	5,330	5,410	5,490	5,525	5,605	5,691	5,823	5,964	5,975	6,017	6,017
Feed Costs:													
Marketing Herd	46,396	47,031	47,665	48,300	48,934	49,568	50,202	50,836	51,470	52,104	52,738	53,372	54,006
Dry Cows	5,844	5,845	5,846	5,847	5,848	5,849	5,850	5,851	5,852	5,853	5,854	5,855	5,856
Total Feed Costs	\$2,240	\$2,576	\$2,912	\$3,248	\$3,584	\$3,920	\$4,256	\$4,592	\$4,928	\$5,264	\$5,600	\$5,936	\$6,272
OPERATING EXPENSES													
Payroll & Related Payroll Expenses													
Employee Payroll	34,550	0	34,550	0	34,550	0	34,550	0	34,550	0	34,550	0	34,550
Federal Payroll Tax	2,450	0	2,450	0	2,450	0	2,450	0	2,450	0	2,450	0	2,450
Federal Unemployment Tax	280	0	280	0	280	0	280	0	280	0	280	0	280
State Unemployment Tax	240	0	240	0	240	0	240	0	240	0	240	0	240
Retirement 401k Plan	350	0	350	0	350	0	350	0	350	0	350	0	350
Health Insurance	0	0	1,700	0	0	0	0	0	0	0	0	0	0
Other Benefits	414	414	414	414	414	414	414	414	414	414	414	414	414
Workers Comp Insurance	0	0	5,120	0	0	0	0	0	0	0	0	0	0
Total Payroll & Related Payroll Expenses	38,284	414	45,104	414	38,284	414	45,104	414	38,284	414	45,104	414	45,104
Facility/Equipment Repair & Maintenance													
Maintenance Rotating Equipment & Vehicle	500	500	500	500	500	500	500	500	500	500	500	500	500
Maintenance Buildings	150	150	150	150	150	150	150	150	150	150	150	150	150
Machinery Equipment Repair	700	700	700	700	700	700	700	700	700	700	700	700	700
Shop Supplies & Small Tools	90	90	90	90	90	90	90	90	90	90	90	90	90
Misc Expenses	108	108	108	108	108	108	108	108	108	108	108	108	108
Wreck Control	18	18	18	18	18	18	18	18	18	18	18	18	18
Total Facility/Equipment Repair	1,567	1,567	1,567	1,567	1,567	1,567	1,567	1,567	1,567	1,567	1,567	1,567	1,567
General Maintenance, Sanitation Hauling													
Garage & Fencing Dairy	250	250	250	250	250	250	250	250	250	250	250	250	250
Manure & Repair Other Dairy	178	178	178	178	178	178	178	178	178	178	178	178	178
Bedding Sand & Other	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750
Total General Maintenance	2,168	2,168	2,168	2,168	2,168	2,168	2,168	2,168	2,168	2,168	2,168	2,168	2,168
Dairy Barn Facility & Equipment Supplies													
Milk Barn Supplies	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335
Total Dairy Barn Facility & Equipment Supplies	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335	3,335
Cattle & Vet Supplies and Services													
Vet Training & Breeding	1,725	1,725	1,725	1,725	1,725	1,725	1,725	1,725	1,725	1,725	1,725	1,725	1,725
Vet Services	600	600	600	600	600	600	600	600	600	600	600	600	600
Cattle Supplies	4,800	4,800	4,800	4,800	4,800	4,800	4,800	4,800	4,800	4,800	4,800	4,800	4,800
Total Cattle & Vet Supplies and Services	7,125	7,125	7,125	7,125	7,125	7,125	7,125	7,125	7,125	7,125	7,125	7,125	7,125
Utilities & Fuel													
Electricity Dairy	0	0	18,000	0	0	0	18,000	0	0	0	18,000	0	0
Geopetroleum Dairy	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000
Water/Sanitation Dairy	7,700	333	0	0	8,035	0	0	0	0	8,035	0	0	333
Gasoline Dairy	250	250	250	250	250	250	250	250	250	250	250	250	250
Diesel Dairy	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800
Total Utilities & Fuel	10,550	3,165	20,850	2,850	2,850	10,885	20,850	2,850	2,850	10,885	20,850	2,850	3,165
On-site Office, Travel & Professional Services													
Professional & Consulting Services	840	840	840	840	840	840	840	840	840	840	840	840	840
Professional Fees & Expenses - Dكتور	0	0	0	0	0	0	0	0	0	0	0	0	0
Professional Fees & Expenses - Committee	20	20	20	20	20	20	20	20	20	20	20	20	20
Leases & Fees	53	53	53	53	53	53	53	53	53	53	53	53	53
Postage	595	595	595	595	595	595	595	595	595	595	595	595	595
Travel & Entertainment	92	92	92	92	92	92	92	92	92	92	92	92	92
Office Supplies	155	155	155	155	155	155	155	155	155	155	155	155	155
Telephone	192	192	192	192	192	192	192	192	192	192	192	192	192
Computers & Printing Expenses	0	0	0	0	0	0	0	0	0	0	0	0	0
US Trustee Quarterly Fees	1,400	0	0	0	1,400	0	0	0	0	1,400	0	0	0
David P. Sunell Consulting Fees	0	0	0	0	0	0	0	0	0	0	0	0	0
Overhead Expense Allocation	3,147	11,747	3,147	21,747	23,147	10,003	8,380	6,480	5,080	10,003	12,147	1,747	1,747
Total On-site Office, Travel & Professional Services	3,147	11,747	3,147	21,747	23,147	10,003	8,380	6,480	5,080	10,003	12,147	1,747	1,747
Equipment Leases & Rental													
Equipment Rental	290	290	290	290	290	290	290	290	290	290	290	290	290
Equipment Lease	1,455	1,455	1,455	1,455	1,455	1,455	1,455	1,455	1,455	1,455	1,455	1,455	1,455
Land Lease	0	0	438	0	0	0	0	438	0	0	0	438	0

[illegible]

New Frontier Dairy

Weekly Cash Flow & Assumptions
For the Weeks of February 28, 2011 to May 28, 2011

Dated 03-10-11

	Week 1 Projected Feb 28th	Week 2 Projected Mar 7th	Week 3 Projected Mar 14th	Week 4 Projected Mar 21st	Week 5 Projected Mar 28th	Week 6 Projected Apr 4th	Week 7 Projected Apr 11th	Week 8 Projected Apr 18th	Week 9 Projected Apr 25th	Week 10 Projected May 2nd	Week 11 Projected May 9th	Week 12 Projected May 16th	Week 13 Projected May 23rd
GROSS REVENUES FROM MILK SALES													
Cattle Sales:													
Proceeds of Cull Sales	4,015	3,996	3,977	3,966	3,939	3,920	3,901	3,882	3,863	3,844	3,821	3,872	3,853
Proceeds of Young Stock Sales	2,307	2,274	2,285	2,274	2,283	2,282	2,241	2,230	2,218	2,208	2,235	2,213	2,213
Net Cattle Sales	6,322	6,270	6,262	6,240	6,202	6,172	6,142	6,112	6,082	6,052	6,125	6,086	6,066
Other Income & Rental Payment/Housing Employees	565	565	565	565	565	565	565	565	565	565	565	565	565
TOTAL GROSS REVENUE	161,594	162,435	171,036	172,346	187,008	188,045	190,325	190,325	187,467	194,460	182,598	182,598	182,598
Milk Marketing and Co-op Expenses													
Feed Costs:													
Milking Herd	86,623	87,075	87,075	87,751	88,203	88,554	88,428	88,428	88,428	88,428	88,879	88,879	88,879
Dry Cows	4,393	4,134	4,014	3,231	3,502	3,273	3,087	2,972	2,847	2,672	3,032	2,792	2,792
Total Feed Costs	90,987	91,209	91,089	91,442	91,704	91,926	91,535	91,516	91,395	91,275	91,912	91,722	91,672
OPERATING EXPENSES													
Payroll & Related Payroll Expenses													
Employee Payroll	54,000	0	54,000	0	54,000	0	54,000	0	54,000	0	54,000	0	54,000
Federal Payroll Tax	3,850	0	3,850	0	3,850	0	3,850	0	3,850	0	3,850	0	3,850
State Unemployment Tax	400	0	400	0	400	0	400	0	400	0	400	0	400
State Unemployment Tax	750	0	750	0	750	0	750	0	750	0	750	0	750
Retirement 401K Plan	1,400	0	1,400	0	1,400	0	1,400	0	1,400	0	1,400	0	1,400
Healthlife Insurance	0	0	0	0	0	0	0	0	0	0	0	0	0
Other Benefits	600	0	600	0	600	0	600	0	600	0	600	0	600
Workers Comp Insurance	0	0	11,200	0	0	0	0	11,200	0	0	0	11,200	0
Total Payroll & Related Payroll Expenses	61,100	0	75,200	0	61,100	0	600	75,200	600	61,100	0	75,200	0
Facility/Equipment Repair & Maintenance													
Maintenance Roving Equipment & Vehicle	1,150	1,150	1,150	1,150	1,150	1,150	1,150	1,150	1,150	1,150	1,150	1,150	1,150
Milk Equipment Repair	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200
Milk Equipment Repair	540	540	540	540	540	540	540	540	540	540	540	540	540
Shop Supplies & Small Tools	60	60	60	60	60	60	60	60	60	60	60	60	60
Misc Expense	229	229	229	229	229	229	229	229	229	229	229	229	229
Wear Control	0	0	0	0	0	0	0	0	0	0	0	0	0
Total Facility/Equipment Repair	3,179	3,179	3,179	3,179	3,179	3,179	3,179	3,179	3,179	3,179	3,179	3,179	3,179
Corral Maintenance, Sand/Manure Hauling													
Corral & Fencing Dairy	130	130	130	130	130	130	130	130	130	130	130	130	130
Manure & Repair Other Dairy	200	200	200	200	200	200	200	200	200	200	200	200	200
Block Sand & Other	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000
Total Corral Maintenance	3,330	3,330	3,330	3,330	3,330	3,330	3,330	3,330	3,330	3,330	3,330	3,330	3,330
Dairy Barn Facility & Equipment Supplies													
Milk Farm Supplies	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500
Total Dairy Barn Facility & Equipment Supplies	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500	5,500
Cattle & Vet Supplies and Services													
Vet Training & Breeding	2,400	2,400	2,400	2,400	2,400	2,400	2,400	2,400	2,400	2,400	2,400	2,400	2,400
Vet Services	700	700	700	700	700	700	700	700	700	700	700	700	700
Cattle Supplies	5,240	5,240	5,240	5,240	5,240	5,240	5,240	5,240	5,240	5,240	5,240	5,240	5,240
Total Cattle & Vet Supplies and Services	8,340	8,340	8,340	8,340	8,340	8,340	8,340	8,340	8,340	8,340	8,340	8,340	8,340
Utilities & Fuel													
Electricity Dairy	0	0	25,000	0	0	0	0	26,000	0	0	0	27,500	0
Gas/Propane Dairy	500	500	500	500	500	500	500	500	500	500	500	500	500
Water/Sanitation Dairy	580	580	580	580	580	580	580	580	580	580	580	580	580
Diesel Dairy	450	450	450	450	450	450	450	450	450	450	450	450	450
Total Utilities & Fuel	2,030	2,030	26,030	2,030	2,030	2,030	2,030	26,030	2,030	2,030	2,030	27,530	2,030
On-site Office, Travel & Professional Services													
Professional & Consulting Services	720	720	720	720	720	720	720	720	720	720	720	720	720
Professional Fees & Expenses - Debtor	0	0	0	40,000	40,000	0	0	0	0	0	0	0	0
Professional Fees & Expenses - Committee	0	0	0	0	0	0	6,867	6,867	0	0	0	0	0
Licenses & Fees	40	40	40	40	40	40	40	40	40	40	40	40	40
Postage	30	30	30	30	30	30	30	30	30	30	30	30	30
Travel	585	585	585	585	585	585	585	585	585	585	585	585	585
Office Supplies	91	91	91	91	91	91	91	91	91	91	91	91	91
Telephone	185	185	185	185	185	185	185	185	185	185	185	185	185
Computers & Printing Expenses	148	148	148	148	148	148	148	148	148	148	148	148	148
US Trustee Quarterly Fees	0	0	0	0	0	0	6,000	2,400	0	0	0	0	0
David P. Sunell Consulting Fees	2,400	0	2,400	0	2,400	0	0	2,400	0	2,400	0	2,400	0
Overhead Expense Allocation	0	20,000	0	0	0	20,000	0	0	0	20,000	0	0	0
Total On-site Office, Travel & Professional Services	4,209	21,009	4,209	41,806	44,209	46,809	15,076	10,676	8,476	24,209	1,809	4,209	1,809
Equipment Leases & Rental													
Equipment Rental	0	0	0	0	0	0	0	0	0	0	0	0	0
Equipment Lease	0	0	0	5,156	0	5,156	0	5,156	0	5,156	0	5,156	0
Land Lease	0	0	0	2,342	0	2,342	0	2,342	0	2,342	0	2,342	0

Total Equipment Leases & Rental	0	0	8,406	2,342	0	2,342	0	8,406	0	2,342	0	8,406	0
Property Taxes & Insurance													
Insurance Liability	0	0	5,440	0	0	0	0	5,440	0	0	0	5,440	0
Property Taxes	0	0	0	0	0	0	0	0	0	0	0	0	0
Total Property Taxes & Insurance	0	0	5,440	0	0	0	0	5,440	0	0	0	5,440	0
Interest Expense													
Adequate Protection Payment to Equipment Lenders	0	0	1,460	0	0	0	0	1,460	0	0	0	1,460	0
Total Interest Expense	0	0	1,460	0	0	0	0	1,460	0	0	0	1,460	0
TOTAL OPERATING EXPENSES													
NET OPERATING INCOME (LOSS)	191,785	146,173	246,936	172,454	233,467	180,182	143,968	255,555	138,955	215,411	130,691	250,377	130,451
	(23,313)	20,120	(69,072)	6,709	(39,611)	14,591	53,064	(58,552)	57,259	(14,313)	66,598	(51,118)	68,778
Contract Assumption Payments and Section 502(b)(6) Payments													
Capital Expenditures & Investments													
Sludge Payment	0	0	0	0	0	0	0	0	0	0	0	0	0
Replacement Purchases (Heller Haven)	0	0	0	0	0	0	0	0	0	0	64,600	0	0
Replacement Purchases (2nd Party)	0	0	0	0	0	0	0	0	0	0	64,600	0	0
Total Capital Expenditures & Investments	0	0	0	0	0	0	0	0	0	0	129,200	0	0
Net Cash Flow	(23,313)	20,120	(69,072)	6,709	(39,611)	14,591	53,064	(58,552)	57,259	(14,313)	3,998	(51,118)	68,778
Cash @ Beginning of Week	120,400	97,987	117,207	48,135	54,844	15,233	29,824	82,886	24,336	81,595	67,283	71,281	20,164
Ending Cash Balance	97,087	117,207	48,135	54,844	15,233	29,824	82,886	24,336	81,595	67,283	71,281	20,164	88,942
3rd Party Cattle Purchases	0	0	0	0	0	0	0	0	0	0	38	0	0
Projected Purchases Priced/Head	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700	\$ 1,700
Projected Total Cost	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 64,600	\$ -	\$ -

Calf Raising Assumptions
For the Weeks of February 28, 2011 to May 29, 2011

For the Weeks of February 28, 2011 to May 29, 2011

[illegible]

EXHIBIT B
COW AND SPRINGER PURCHASING GUIDELINES

The Debtors will purchase replacements of not less than 35 % springers ("Springers' Purchases")

1. The Debtors will buy springers that are at least seven (7) months pregnant.
2. The Debtors will buy springers that have been certified healthy by a licensed veterinarian.

Cow Purchases

1. The Debtors will give purchase preference to 1st and 2nd lactation cows, but will be permitted to purchase cattle with a greater than second lactation when necessary to complete a truckload.
2. The Debtors will purchase cows of similar quality to the Debtors' current herds. Where DHIA records exist, they will be considered in all purchases, but the Debtors shall not be precluded from purchasing from herds where DHIA records do not exist.
3. Where vaccination records exist, they will be considered in all purchases. The Debtors will buy cows that have been certified healthy by a licensed veterinarian.
4. The Debtors will give preference to the lowest days-in-milk cattle at all times and attempt to purchase cows in milk of sixty (60) days or less. When there is a variance, the cow will be of substantial redeeming merit.
5. The Debtors will not purchase cows that are reproductively challenged, and all cows purchased will be checked by a veterinarian before purchasing to confirm breeding soundness.
6. The Debtors will not purchase a cow that is greater than one hundred (180) days in milk that is not pregnant.
7. All cows purchased shall be delivered within twenty four (24) hours from the last milking, subject to acts of God.
8. The Debtors will not purchase any cow from a herd that has contagious pathogens in the bulk tank analysis.
9. The Debtors will purchase not less than seventy five percent (75%) of the cows from existing free stall dairy complexes.